



Roehampton Garden Society Constitution

Article 1: Name of the Society

The name of the Society shall be the **Roehampton Garden Society**, in which are incorporated the Roehampton Horticultural and Cottage Garden Society, founded in 1873 (reconstituted as the Roehampton Horticultural Society in 1927) and the Roehampton Estate Garden Society, founded in 1922, amalgamating as the Roehampton Garden Society, in 1956, hereinafter referred to as 'the Society'.

Article 2: Objects of the Society

The overall aim of the Society is to assist amateur gardeners, in particular gardeners with allotments in the Dover House Estate, in all aspects of gardening and allotmenteeing.

In detail, the aims of the Society shall be:

- 2.1 To promote the practice and knowledge of sustainable horticulture.
- 2.2 To manage (on behalf of Wandsworth Borough Council) and maintain the allotments known as sites 2 and 3 in the Dover House Estate, SW15.
- 2.3 To carry out such activities as the Committee may from time to time decide relating to 1 and 2 above.

Article 3: Membership

- 3.1 Membership of the Society is open to members of the public of eighteen years and over. All Plot holders (PH), Plot Holder Partners (PHP) and Plot Holder Assistants (PHA) must be full members of The Society. (For Definition of Plot Holder Partners (PHP) and Plot Holder Assistants (PHA) see the RGS website at <http://www.roehamptonallotments.co.uk/>.) Non allotment members will be Associate Members of the Society and will not be conferred with voting rights for issues pertaining to the allotments and the allotment land.
- 3.2 Any eligible person shall become a member of the Society on payment to the Society of the appropriate membership fee, the amount of which shall be determined annually by the Committee of the Society. Associate Members of the Society will be charged a reduced fee. Subscriptions become due on 1st April; Any member who has not paid the subscription by 1st May of the year of membership shall cease to be a member.
- 3.3 Honorary Life Membership shall be conferred by a simple majority of members of the Committee in recognition of a member's outstanding service to the Society. Life members shall not exceed ten in number at any one time.

- 3.4 There shall be a President and a Vice President of the Society. These are honorary positions tenable for a period that shall be determined from time to time by the Committee.

Article 4: Management of the Society

- 4.1 The management of the Society shall be in the hands of the Committee elected for the ensuing year at the Annual General Meeting.
- 4.2 The Committee shall be comprised of approximately fifteen volunteer persons, but no more than eighteen, elected at the AGM from the membership of the Society. The Chair may from time to time co-opt members of the Society to advise the Committee on particular issues. No more than 2 co-opted members should be advising the Committee. Co-opted members will not have voting rights on Committee issues.
- 4.3 The specific operational roles allocated to members of the Committee shall be elected from the membership of the Committee at the Annual General Meeting or appointed by the Chair. The Chair, Vice-Chair, the Treasurer and the Trading Secretary should not be life partnership/family member with each other. No Committee member should have any ongoing conflict of interest. If a Committee member has a conflict of interest on a particular issue, they must declare it to the Committee before any discussion and withdraw from voting on that issue.
- 4.4 The Committee shall consist of the following roles:
- The Chair
 - The Vice-Chair
 - The Treasurer
 - The Site Secretaries of each of the allotment sites
 - The Waiting List Secretary
 - The Membership Secretary
 - The Facilities Manager
 - The Trading Secretary
 - The Chair of the Show sub-committee
 - The IT and Website manager
 - The Site Manager
- 4.4.1 The Chair
- The Chair shall be responsible for the efficient and safe conduct of the business of the Society and shall direct and delegate powers and responsibilities to other members of the Committee appropriately. The Chair has an official role which carries the trust of the Society with its financial wellbeing and has full access to the Society's bank account. The Chair has authority to enter into contracts with utility providers.
- 4.4.2 The Vice-Chair
- The Vice-Chair shall be responsible for the efficient and safe conduct of the business of the Society in conjunction with the Chair. They should be very involved with the day to day management of the Society and communication with the power to step into the role of Chair should the Chair be indisposed. The Vice-Chair is an official role and they have full access to the Society's bank account. The Vice-Chair has authority to enter into contracts with utility providers.

4.4.3 The Treasurer

The Treasurer will manage the financial affairs of the Society. They will maintain the financial records of the Society and will prepare and present to the Society the end of year accounts and Treasurer's report for the Society. The Treasurer is an official role and they have full access to the Society's bank account. The Treasurer has authority to enter into contracts with utility providers.

4.4.4 The Site Secretaries of each of the allotment sites

The Secretaries of each of the allotment sites will be responsible for the management of Sites 2 and 3 in accordance with the Society's Letting Agreement Rules and all other Policies and Procedures.

4.4.5 The Waiting List Secretary

The Waiting List Secretary will manage the waiting lists in accordance with the Society's relevant Policies and Procedures.

4.4.6 The Facilities Manager

The Facilities Manager will manage the allotment facilities, be responsible for project management and negotiate with relevant personnel from Wandsworth Council for projects that they have responsibility for as our landlord.

4.4.6 The Membership Secretary

The Membership Secretary shall keep the official membership database and enable production of annual invoices for allotment holders and Associate members of the Society.

4.4.7 The Trading Secretary

The Trading Secretary will be responsible for the management of the Store including ordering, deliveries, pricing and the annual stock taking.

4.4.8 The Chair of the Show sub-Committee

The Chair of the Show sub-Committee will be responsible for the organisation of the shows and prizes.

4.4.9 The IT and Website manager

The IT and Website manager will be responsible for the security and maintenance of the Society's IT systems and website. They will enable communication with the membership of the Society and other interested parties.

4.4.10 The Site Manager

The Site Manager will act as the intermediary between the Society and the Council and/or its appointees in matters relating to the management of the allotments that are leased to the Society by the Council.

4.4.11 The other members

The other members of the Committee shall attend Committee meetings in an advisory and consultative capacity and carry out tasks as the Chair may from time to time require. There would be an expectation that in future they would take on one of the Society's roles.

4.5 Committee Meetings

- 4.5.1 There should be ten Committee meetings a year usually be held on the first Sunday of each month. All members of the Committee are entitled to vote at such meetings.
- 4.5.2 The quorum for a meeting of the Committee shall be six Committee members and must include either the Chair or Vice-Chair or Treasurer. If the meeting is not quorate 15 minutes after the scheduled start time then it may progress but no votes or decisions may be taken.
- 4.5.3 Meetings of the Committee shall be convened by the Chair or in their absence by the Vice-Chair.
- 4.5.4 Meetings will have a written Agenda sent to the Committee at least 48 hours ahead of the Committee meeting. All Committee meetings will be minuted and circulated to the Committee for approval and once approved as a true record of the meeting a hard copy is signed by the Chair and filed.

4.6 Term of Office of the Committee

- 4.6.1 The Committee shall hold office from the Annual General Meeting subsequent to their election until the next Annual General Meeting.
- 4.6.2 The term of office for the Chair, Vice-Chair and Treasurer will usually be 3 to 5 years, and should serve no more than 10 years.
- 4.6.3 Any member of the Committee failing to attend three consecutive meetings without giving due notice will cease to serve on the Committee.

4.7 Powers of the Committee

The Committee is empowered to:

- 4.7.1 Organise Horticultural Shows.
- 4.7.2 Organise lectures, outings and other social aspects of gardening.
- 4.7.3 Purchase garden requisites for sale to members.
- 4.7.4 Administer allotments which are leased to the Society by Wandsworth Borough Council (or their commissioned provider) in accordance with the Rules for Allotments and other Policies and Procedures.
- 4.7.5 Insure appropriate property and items belonging to the Society as well as taking out Public Liability Insurance.
- 4.7.6 Buy, lease or hire equipment for use on the allotments and maintain it for use.

- 4.7.7 Pay for services to maintain the allotments, allotment facilities and for specialist professional services as required.
- 4.7.8 Affiliate with other gardening organisations in order to provide advice and assistance to the Society's members.
- 4.7.9 Raise funds and apply for grants for the benefit of the society.
- 4.7.10 Raise funds for other organisations as shall be seen fit.
- 4.7.11 The Chair and Treasurer and Vice-Chair are able to make payments from the Society's bank account. In the interests of transparency other members of the Committee must also be able to view the Society's bank account.

Article 5: General Meetings

- 5.1 Any proposal to amend this constitution or any other governing instrument of the Society, or address any other circumstance not provided for in this constitution, must be put to the membership for their approval or disapproval. Such issues must be circulated to the relevant members at least one week ahead of any General Meeting so members have the opportunity to consider the issue(s) beforehand and, if unable to attend the meeting, vote in writing their acceptance or rejection of the proposal.
- 5.2 Voting rights: All members of the Society have the right to vote on general Society issues. Only Plot Holders and Plot Holder Partners may vote on issues pertaining to the allotments and allotment land.
- 5.3 A simple majority decided by an open ballot such as a show of hands at a meeting is usually acceptable, however if the result is unclear then a poll must be taken in an expedient manner, eg a roll call vote or a division or electronically.
- 5.4 Quorum for General Meetings: A quorum of 5% of the full membership is required to ratify decisions about general business of the Society. For allotment business 5% of Plot Holders plus Plot Holder Partners only is a necessary quorum. If the meeting is not quorate 15 minutes after the scheduled start, then it must be adjourned and a new date set no later than 30 days after the meeting. The adjourned meeting must have at least 11 members attend and a majority vote will be accepted.

5.5 Annual General Meeting (AGM)

- 5.5.1 The Annual General Meeting of the Society shall take place usually in November at a time to be determined by the Committee.
- 5.5.2 No less than fourteen days' notice of the Annual General Meeting shall be given.

- 5.5.3 Members of the Committee will be nominated, seconded and agreed at the AGM. Nominators and Seconders should be sought and published before the AGM. Nominations may come from other Committee members but must be seconded by RGS members outside the Committee.
- 5.5.4 All papers will be circulated to the membership at least one week before the AGM. The Treasurer will present the Annual Accounts to the members who are given the opportunity to ask questions then the attendees are invited to accept the accounts by a show of hands where a majority is accepted as approval. Attendees at the AGM will be invited to ask questions of the author of any of the other papers.
- 5.6 Extraordinary General Meetings (EGM)**
- 5.6.1 An Extraordinary General Meeting of the Society may be convened to:
- (i) Consider a proposal to amend this constitution or any other governing instrument of the Society;
 - (ii) address any other circumstance not provided for in this constitution.
- 5.6.2. An Extraordinary General Meeting shall be convened:
- (i) By majority decision of the Committee; or
 - (ii) on the basis of a submission to the Committee of the Society of a petition signed by not less than 5% of the membership of the Society.
- 5.6.3 No less than fourteen days' notice of an Extraordinary General Meeting shall be given.
- 5.6.4 Single issues may be drafted and circulated to the membership electronically and voting may be carried out electronically under the rules given in paragraphs 5.1 to 5.4 of the constitution.

Article 6: Election of the Committee:

- 6.1 The Committee of the Society shall be elected at the Annual General Meeting (AGM).
- 6.2 All members of the Society (both full and associate) are eligible to stand for the Committee and must let the Chair know in writing that they would like to stand at least 7 days before the AGM.
- 6.3 Members of the Committee will be nominated, seconded and agreed at the AGM. Nominators and Seconders should be sought and published before the AGM. Nominations may come from other Committee members but must be seconded by RGS members outside the Committee.
- 6.4 All members of the Society present at the AGM. shall be entitled to vote in the election of the Committee.

- 6.5 An open ballot such as a show of hands at a meeting is usually acceptable however if the result is unclear then a poll must be taken in an expedient manner, eg a roll call vote or a division.
- 6.6 Where the votes obtained by any candidate exceed the votes obtained by any other candidate for that position, they shall be deemed elected to that position.
- 6.7 Where there are more than 18 candidates competing to serve on the Committee the chair will prepare ballot papers before the AGM and attendees will be invited to vote for up to 18 candidates and the result announced at the meeting. The returning officers will be 2 members (preferably one from each of the 2 allotment sites) who are not on the ballot papers and who have not served on the Committee for at least the previous 2 years.

Article 7: Resignations from the Committee

- 7.1 The resignation of any member of the Committee shall be instituted by a letter of resignation to the Chair of the Society. In the case of the resignation of the Chair, resignation may be instituted by a letter of resignation to the Vice Chair. Any member of the Committee who fails to attend three or more Committee Meetings without explanation will be assumed to have resigned from the Committee.

Article 8: Management of Finance

- 8.1 The finances of the Society shall be managed by the Treasurer, the Chair and Vice Chair who will all have full bank access. In the interests of transparency view only rights will be given to at least two other Committee members.
- 8.2 No member of the Committee of the Society shall use their position on the Committee for personal financial gain.
- 8.3 Any conflict of interest, real, perceived or potential, must be notified to the Committee. If a conflict of interest is declared by a Committee member, voting by them may be withheld for relevant issues.
- 8.4 All monies belonging to the Society shall be collected by the Treasurer or their nominee and paid into the Society's bank account.
- 8.5 All projects must have an itemised budget agreed and approved by a majority of the Committee. Expenditure will be monitored by the Chair, Vice-Chair and Treasurer and if the budget needs to be increased, approval must be obtained from the majority of the Committee. All other items of expenditure, other than for trading and routine supplies, shall initially be authorised by the Chair or Vice-Chair who must decide to seek the approval from the Committee for expenditure in excess of £500.

Article 9: Amendments to the Constitution

- 9.1 Amendments to this constitution will be made at an Annual General Meeting or an Extraordinary General Meeting of the Society. The Constitution must be reviewed by 2028.
- 9.2 Such amendments to this constitution as may be approved by an Annual General Meeting or an Extraordinary General Meeting of the Society shall take place with immediate effect.

Article 10: Dissolution of the Society

- 10.1 The Society may be dissolved by a two-thirds majority vote of its full membership at a General Meeting.
- 10.2 This General Meeting must be called by the Committee with a written notice period to the membership of at least 28 days.
- 10.3 The bank account must be frozen and no new members recruited from the day the General Meeting is called.
- 10.4 On dissolution of the Society, its assets shall become the property of a charitable horticultural organisation eg Thrive (www.thrive.org.uk) or the Royal Horticultural Society.

Disclaimer:

Any advice or assistance given or rendered to Members, or any action taken by the Association or through the Committee in the name of the Association, or for the Association shall be without liability or responsibility on behalf of the Committee or of any of its individual members, for loss or damage.